

1 its other legal issues.

2 10. During this bankruptcy case Attorney Barnes' time was spent: completing the Debtor's
3 emergency petition, attending the Debtor's 341 meeting, preparing amendments to the
4 Debtor's schedules, attending the status hearing, negotiating with creditors, filing and
5 defending objections to the Debtor's cash collateral motion, defending the Debtor against
6 Exchange Bank's motion the lift the stay, filing the Debtor's motion to enforce the stay,
7 reviewing proofs of claim, requesting to extend the exclusivity period, and providing
8 those other services specifically described in Exhibit B.

9 11. No payments have been promised by Attorney Barnes to any third party in any capacity in
10 connection with this case except fees indicated in this fee application.

11
12 Attorney Barnes respectfully prays that he be allowed compensation in the amount of **\$20,480.00**
13 for the period designated for legal services rendered as the duly appointed bankruptcy counsel to
14 the Debtor-in-possession in this bankruptcy case.

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16 Respectfully submitted on October 28, 2010, by

17
18 /s/Arthur L. Barnes
19 Arthur L. Barnes
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Exhibit A

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1 **Arthur L. Barnes** (SBN 096886)
Attorney at Law
2 205 W. Yosemite Ave..
Manteca, CA 95336
3 PH: (209) 825-8157
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9 **UNITED STATES BANKRUPTCY COURT**
10 **EASTERN DISTRICT OF CALIFORNIA**
11 **SACRAMENTO DIVISION**

12 **In re:**

13 **RIPON SELF STORAGE, LLC**

14 **Debtor.**

CASE NO. 10-27215-D-11

D.C. No. ALB - 2

CHAPTER 11

**Order Approving Employment
of Debtor's Counsel**

16
17 **ORDER APPROVING EMPLOYMENT OF COUNSEL**

18 On April 19, 2010, the debtor, as debtor-in-possession, filed Debtor's Application
19 for Order Authorizing Employment of Arthur L. Barnes, Esq. as Bankruptcy Reorganization
20 Counsel (the "Application") to employ Arthur L. Barnes, Esq. to represent the debtor, as
21 debtor-in-possession. Based upon the Application, the record, and the verified statement
22 required by Bankruptcy Rule 2014(a), it appears that the counsel is eligible to be employed.

23 **IT IS SO ORDERED** that the Application is granted and the debtor, as debtor-in-
24 possession, is authorized to retain Arthur L. Barnes, Esq. as counsel, subject to the following
25 reasonable terms and conditions:

- 26 1. The application is subject to the terms and conditions of 11 U.S.C. Section
27 328(a).
28

1 2. No compensation is permitted except upon court order following application
2 pursuant to 11 U.S.C. Section 330(a).

3 3. Compensation will be at the "lodestar rate" applicable at the time that
4 services are rendered in accordance with the Ninth Circuit decision in In re Monoa Finance
5 Co., 853 F.2d 687 (9th Cir. 1988). No hourly rate referred to in the Application papers is
6 approved unless unambiguously so stated in this order or in a subsequent order of this
7 court.

8 4. All funds received in connection with this matter for post-petition services,
9 regardless of whether they are denominated a retainer or are said to be non-refundable, are
10 deemed to be advance payment of fees and to be property of the estate.

11 5. Funds that are deemed to constitute an advance payment of fees shall be
12 maintained in a trust account maintained in an authorized depository, which account may
13 be either a separate interest-bearing account or a trust account containing commingled funds.
14 Withdrawals are permitted only after approval of an application for compensation and after
15 court issues an order authorization disbursement of a specific amount.

16 **Dated:** May 04, 2010

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19 **Robert S. Bardwell, Judge**
20 **United States Bankruptcy Court**
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Exhibit B

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Arthur L. Barnes
Attorney at Law
205 W. Yosemite Ave.
Manteca, CA 95336

History Bill

Ripon Self Storage, LLC

Atty Arthur L. Barnes time \$300.00 per hour - Bk Staff R.S.W. time: \$60.00 per hour.

Date	Atty/Staff	Description	Time	Amount
03/24/2010	Atty Barnes	Draft letter to Exchange Bank in reference to filing and in reply to telephone call with Atty for Exchange Bank regarding, among others, cash collateral.	.30	\$90.00
03/24/2010	RSW	Telephone call with client confirming filing and next duties.	.50	\$30.00
03/25/2010	Atty Barnes	Telephone call with Attorney Rachel Stevenson, Esq. of Exchange Bank regarding, among others, single asset case.	.10	\$30.00
03/25/2010	Atty Barnes	Conference with client regarding wide range of issues, including, but not limited to Note A & B, security and non-security, etc.	2.0	\$600.00
03/25/2010	Atty Barnes	Draft letter to Exchange Bank in reference to single asset issue.	.20	\$60.00
03/26/2010	RSW	Phone call with client expressing choices & obligations.	.50	\$30.00
03/25/2010	RSW	Conference with client regarding choices & obligations of debtor-in-possession.	1.0	\$60.00
03/26/2010	Atty Barnes	Telephone call with Attorney John Harris, Esq. regarding lien holder on mechanics lien of record, its pending civil litigation in state court and possible purchase of property by lien holder for further plan of client/debtor.	.30	\$90.00
03/26/2010	Atty Barnes	Conference with client regarding duties and obligations of debtor-in-possession, among other issues.	1.0	\$300.00
03/29/2010	Atty Barnes	Draft letter to Exchange Bank regarding cash collateral.	.20	\$60.00
03/29/2010	RSW	Phone call with managing partner regarding preparing		

1			Trustee Questionnaire.	.25	\$15.00
2	03/29/2010	RSW	Prepare Trustee Questionnaire.	2.0	\$120.00
3	03/30/2010	Atty Barnes	Conference in office with		
4			managing partner for debtor-		
5			in-possession regarding among		
6			others, the use of cash collateral		
7			and plan or plans for curing		
8			note A and various discussions		
9			regarding Exchange bank, possible		
10			buyers of the subject property, liens		
11			of record, and pending litigation in		
12			state court actions.	2.5	\$750.00
13	03/31/2010	Atty Barnes	Draft Notice of Motion and		
14			Motion for Use of Cash		
15			Collateral with supporting		
16			documents & attachments.	4.0	\$1,200.00
17	03/31/2010	RSW	Copy Notice of Motion, Motion		
18			for Cash Collateral; make service		
19			of same.	2.0	\$120.00
20	03/31/2010	RSW	Interview debtor and prepare		
21			Declaration.	2.0	\$120.00
22	03/31/2010	RSW	Finish and mail Questionnaire.	1.0	\$65.00
23	04/01/2010	RSW	Prepare Notice of Hearing;		
24			Prepare Proposed Order;		
25			Prepare Proof of Service.	2.0	\$120.00
26	04/01/2010	RSW	Copy and make service of		
27			Notice, Motion, Declaration &		
28			Proposed Order.	2.0	\$120.00
29	04/01/2010	RSW	File Notice, Motion, Declaration,		
30			and Proposed Order.	.50	\$30.00
31	04/01/2010	RSW	Copy & serve Status Conference		
32			Order; prepare Proof of Service of		
33			Status Order; file Proof of Status		
34			Order.	2.5	\$150.00
35	04/07/2010	Atty Barnes	Travel to Stockton, CA to		
36			review file of state court		
37			litigation in regards to mechanic		
38			lien holder Diede Construction.	1.50	\$450.00
39	04/08/2010	Atty Barnes	Draft Debtor Status Report.	.40	\$120.00
40	04/13/2010	Atty Barnes	Review proof of claim filed by		
41			Attorney Montanari, Esq.	.30	\$60.00
42	04/18/2010	Atty Barnes	Conference in office with		
43			managing partner for		
44			debtor-in-possession regarding further		
45			documentation as requested		
46			by U.S. Trustee.	1.0	\$300.00
47	04/19/2010	Atty Barnes	Draft "first day motions";		
48			application for employment		
49			of counsel with supporting		
50			documents.	3.0	\$900.00
51	04/19/2010	Atty Barnes	Draft letter to U.S. Trustee		
52			enclosing requested information.	.10	\$30.00

1	04/20/2010	Atty Barnes	Review matter prior to next days hearing.	.20	\$60.00
2	04/20/2010	Atty Barnes	Telephone call with managing partner for debtor-in-possession.	.30	\$90.00
3	04/21/2010	Atty Barnes	Travel to Sacramento to attend Status Conference; conclude hearing; conference with managing partner of debtor-in-possession prior to and after hearing.	1.5	\$450.00
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6	04/22/2010	Atty Barnes	Review "flow sheets" for January 2009 thru December 2009.	.20	\$60.00
7	04/22/2010	Atty Barnes	Review and prepare for next day 341 hearing in Sacramento.	1.0	\$300.00
8	04/23/2010	Atty Barnes	Travel to Sacramento to attend 341 Hearing; conclude hearing; conference with client after hearing.	1.5	\$450.00
9					
10	04/23/2010	Atty Barnes	Review Proof of Service by Atty Berke-Dreyfuss.	.10	\$30.00
11	04/25/2010	Atty Barnes	Draft Response to Objection to the Use of Cash Collateral.	1.0	\$300.00
12	04/26/2010	Atty Barnes	Telephone call with debtor regarding recently filed claim.	.30	\$90.00
13	04/29/2010	Atty Barnes	Conference in office with managing partner of debtor-in-possession.	1.5	\$450.00
14	04/29/2010	Atty Barnes	Review insurance binder & operating statement of debtor-in-possession; review limited partnership agreement.	.30	\$90.00
15					
16	04/29/2010	Atty Barnes	Telephone call with Attorney John Harris, Esq. regarding mechanic lien holder litigation and Diede Construction.	.20	\$60.00
17					
18	04/30/2010	Atty Barnes	Draft letter to U.S. Trustee enclosing Flow sheets, proof of insurance, operating statement, and Limited Partnership Agreement.	.10	\$30.00
19					
20	May 1, 2010	RSW	Investigate I.R.S. issue of paid claim.	.30	\$18.00
21	05/04/2010	Atty Barnes	Conference in office with managing partner in regards of, among others, upcoming hearing on use of cash collateral.	1.0	\$300.00
22					
23	05/05/2010	RSW	Prepare Amended Schedule for debtor.	.50	\$30.00
24					
25	05/12/2010	Atty Barnes	Conference in office with managing partner of debtor-in-possession regarding future plan, potential buyers, current litigation.	1.5	\$450.00
26					
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1	05/18/2010	Atty Barnes	Conference in office with managing partner of debtor-in-possession regarding upcoming hearings.	1.0	\$300.00
2					
3	05/19/2010	Atty Barnes	Draft letter to U.S. Trustee enclosing balance sheets.	.10	\$30.00
4	05/20/2010	Atty Barnes	Draft Supplemental Declaration in Support of Motion for Cash Collateral.	.50	\$150.00
5	05/21/2010	Atty Barnes	Telephone call with managing partner of debtor-in-possession.	.20	\$60.00
6	05/25/2010	Atty Barnes	Prepare for next days hearing.	.50	\$150.00
7	05/26/2010	Atty Barnes	Travel to Sacramento to attend hearing on Cash Collateral; conclude hearing; conference with managing partner of debtor-in-possession after hearing.	2.0	\$600.00
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10	06/04/2010	Atty Barnes	Review Response by Exchange Bank to Supplemental Declaration of managing partner for issue of cash collateral.	.50	\$150.00
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12	06/24/2010	Atty Barnes	Draft letter to Reconstruct Company to have them stand down on foreclosure of managing partners "other" property due to the stay of the co-debtor, debtor-in-possession.	.50	\$150.00
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15	06/24/2010	RSW	File court schedules.	.20	\$12.00
16	06/25/2010	Atty Barnes	Review letter from creditor Exchange Bank regarding Redwood Trust Deed Services.	.10	\$30.00
17	06/29/2010	Atty Barnes	Draft letter to CalWestern Reconveyance Corporation regarding foreclosure of co-debtor and issues presented by foreclosure of collateral by managing partner of debtor-in-possession.	.30	\$90.00
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20	06/30/2010	Atty Barnes	Draft letter to Exchange Bank's Attorney enclosing cash collateral payment and discussion of other issues.	.30	\$90.00
21					
22	07/01/2010	Atty Barnes	Draft letter to Exchange Bank regarding, among others, the personal guarantee and collateralization of Note B.	.20	\$60.00
23					
24	07/07/2010	RSW	Telephone call with debtor (managing partner for debtor-in-possession.	.50	\$30.00
25	07/07/2010	Atty Barnes	Draft letter to Reconstruct Company regarding pending foreclosure.	.30	\$90.00
26	07/12/2010	Atty Barnes	Research issues to respond to Relief from Stay issues.	2.5	\$750.00
27					

1	07/14/2010	Atty Barnes	Continued research regarding issues presented in Relief From Stay Motion for proper defense of same.	1.5	\$450.00
2	07/16/2010	Atty Barnes	Further work on issues, case law, and other issues in defense of Relief from Stay motion by Exchange Bank.	2.5	\$750.00
3	07/20/2010	Atty Barnes	Draft letter to Attorney for secured creditor Exchange Bank regarding violation of stay.	.30	\$90.00
4	07/21/2010	Atty Barnes	Review letter from Exchange Bank's attorney.	.10	\$30.00
5	07/23/2010	Atty Barnes	Draft motion to extend exclusive period with supporting documents.	3.0	\$900.00
6	07/27/2010	Atty Barnes	Draft letter to Attorney for Exchange Bank in response to their letter of 07/21/2010.	.30	\$90.00
7	07/27/2010	Atty Barnes	Draft Debtor's Response to Exchange Bank's Motion for Relief from Automatic with supporting documents.	3.0	\$900.00
8	07/30/2010	Atty Barnes	Draft Motion to Enforce Automatic Stay and supporting documents.	3.0	\$900.00
9	08/02/2010	RSW	Help debtor draft operating statements for filing with court.	1.0	\$60.00
10	08/04/2010	Atty Barnes	Review Exchange Bank's Reply to Debtor's Opposition to Motion for Relief from Stay.	1.0	\$300.00
11	08/07/2010	RSW	Finalize Operating Statements; make service of same to Trustee.	.50	\$30.00
12	08/16/2010	Atty Barnes	Prepare for upcoming hearings regarding Motion(s) set for two hence (Aug. 18, 2010).	1.5	\$450.00
13	08/17/2010	Atty Barnes	Review Tentative Ruling for next day hearing; review cited cases.	.10	\$30.00
14	08/18/2010	Atty Barnes	Review cases in regards to ruling on Motion for Relief.	.60	\$180.00
15	08/18/2010	Atty Barnes	Travel to Sacramento to attend hearing on Motion for Relief from Stay and other Motions on calendar; conference prior to and after hearing with managing partner of debtor-in-possession.	3.0	\$600.00
16	08/19/2010	Atty Barnes	Research regarding most recent ruling in regards to asking for stay based upon court's ruling and for issues of possible appeal.	2.0	\$600.00
17	08/23/2010	Atty Barnes	Prepare Motion for Stay		

1			Pending Appeal and related documents.	2.0	\$600.00
2	10/01/2010	RSW	Meeting with contract employee of debtor-in-possession to go over surrender of property on behalf of debtor.	.50	\$30.00
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4	10/04/2010	Atty Barnes	Draft letter to Attorney for Exchange Bank regarding receiving keys back after Notice of 3-Day Quit received.	.20	\$60.00
5					
6	10/08/2010	Atty Barnes	Draft letter to Exchange Bank enclosing cash collateral check after surrender of property.	.20	\$60.00
7					
8	10/14/2010	Atty Barnes	Draft letter to Exchange Bank regarding property after surrender.	.30	\$90.00
9					
10	10/14/2010	RSW	Meeting with contract employee regarding surrender of property and other issues of files, etc.	.50	\$30.00
11	10/18/2010	Atty Barnes	Draft letter to Devon Storage enclosing checks and or payments paid to debtor.	.10	\$30.00
12					
13	10/18/2010	RSW	Telephone call with contract employee of debtor's; telephone call with managing partner of debtor-in-possession.	.50	\$30.00
14					
15	10/20/2010	Atty Barnes	Draft letter to Exchange bank via their attorney regarding surrender, checks, etc.	.30	\$90.00
16	10/22/2010	RSW	Help debtor prepare and For filing August Statements.	.50	\$30.00
17	10/25/2010	Atty Barnes	Compile Statement for Interim Fee Application.	2.5	\$750.00
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19			Running Totals:	85.5 hrs	\$20,480.00
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